

Presentment Date and Time: November 23, 2009 at 12:00 p.m. (prevailing Eastern Time)
Objection Deadline: November 20, 2009 at 12:00 p.m. (prevailing Eastern Time)

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Attorneys for Debtors
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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| In re | : | Chapter 11 Case No. |
| | : | 09-50026 (REG) |
| | : | (Jointly Administered) |
| | : | |
| MOTORS LIQUIDATION COMPANY, et al., | : | |
| f/k/a General Motors Corp., et al. | : | |
| | : | |
| Debtors. | : | |
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**NOTICE OF SETTLEMENT OF ORDER DENYING MOTION OF WALTER J.
LAWRENCE FOR RELIEF FROM THE AUTOMATIC STAY**

PLEASE TAKE NOTICE that, pursuant to Rule 9074-1 of the Local Rules of Bankruptcy Procedure for the Southern District of New York, the proposed order, a copy of which is annexed hereto, denying the Motion of Walter J. Lawrence for Relief from the Automatic Stay, will be presented for settlement and entry to the Honorable Robert E. Gerber, United States Bankruptcy Judge, at Room 621 of the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004 (the “**Court**”) on **November 23, 2009 at 12:00 p.m. (prevailing Eastern Time).**

PLEASE TAKE FURTHER NOTICE that objections or proposed counter-orders must be made in writing and received by the Court and the undersigned not later than **November 20, 2009, at 12:00 p.m. (Eastern Time)**. Unless an objection or proposed counter-order is received by that time, the proposed order annexed hereto may be entered by the Court.¹

Dated: November 17, 2009
New York, New York

WEIL, GOTSHAL & MANGES LLP

/s/ Joseph H. Smolinsky

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¹ At the hearing to consider the Motion of Walter J. Lawrence for Relief from the Automatic Stay, held on November 5, 2009, the Court instructed the Debtors to settle an order with Mr. Lawrence setting forth the Court's denial of the Motion. Counsel for the Debtors have attempted to contact Mr. Lawrence to obtain his consent in writing to the proposed order annexed hereto, but have received no response. The Debtors are therefore serving the foregoing Notice and proposed order on Mr. Lawrence via overnight mail.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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| In re | : |
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| | : |
| | : |
| MOTORS LIQUIDATION COMPANY, <i>et al.</i> , | : |
| f/k/a General Motors Corp., <i>et al.</i> | : |
| | : |
| Debtors. | : |
| -----X | |

**ORDER DENYING MOTION OF WALTER J. LAWRENCE FOR RELIEF
FROM THE AUTOMATIC STAY**

Upon the motion, dated October 5, 2009 (the “**Motion**”) of Walter J. Lawrence, requesting relief from the automatic stay, all as more fully described in the Motion; and the Court having jurisdiction to consider the Motion and the requested relief in accordance with 28 U.S.C. §§ 157 and 1334 and the Standing Order M-61 Referring to Bankruptcy Judges for the Southern District of New York Any and All Proceedings Under Title 11, dated July 10, 1984 (Ward, Acting C.J.); and consideration of the Motion being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and Motors Liquidation Company and its affiliated debtors having filed their opposition to the Motion [Docket No. 4327] (the “**Opposition**”); and the Court having held a hearing to consider the requested relief on November 5, 2009 (the “**Hearing**”); and based upon the Motion, the Opposition, and the record of the Hearing, and all of the proceedings before the Court, it is

ORDERED that for the reasons set forth on the record of the Hearing, the Motion is DENIED; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine
all matters arising from or related to the implementation, interpretation and/or
enforcement of this Order.

Dated: November ____, 2009

New York, New York

THE HONORABLE ROBERT E. GERBER
UNITED STATES BANKRUPTCY JUDGE